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607 Fourteenth Street N.W. Washington, D.C. 20005-2011 PHONE: 202.628.6600 FAX: 202.434.1690 www.perkinscole.com

Robert F. Beuer runn: (202) 434-1602 run: (202) 654-9104 man: RBener@parkinscois.com

April 30, 2008

Thomasenia Duncan, Esq. General Counsel Federal Election Commission 999 E Street, N.W. Washington, DC 20463 MUR # 6005

FEDERAL CLECTION
COMMISSION
OFFICE OF CENERAL
CCURSEL
CCURSEL

Re: American Leadership Project

2261 Market Street, PMB 319 San Francisco, CA 94114

Roger V. Salazar 1005 12th Street, Suite A Sacramento, CA 95814

Jason Kinney 980 9th Street Suite 2000 Sacramento, CA 95814

Michele Dunkerly P.O. Box 1220 Mercer Island, WA 98040

Jay Eisenhofer 485 Lexington Avenue, 29th Floor New York, NY 10017 Paul Goldenberg

LaHabra Heights, CA 90631

Monica Graham

East Hampton, NY 11937

Stephen P. Kennedy

Glenwood Springs, CO 81601

William Titleman

Washington, DC 20007

Richard Ziman

Los Angeles, CA 90024

Dear Ms. Duncan:

Complainant brings this complaint against the American Leadership Project ("ALP") and its organizers and donors, for knowingly and willfully violating the Federal Election Campaign Act ("FECA" or "the Act"), by failing to register as a political committee, file disclosure reports, and abide by contribution limits.

INTRODUCTION

Since its enactment in 1971, FECA has placed strict limits on the contributions received by political committees: Political committees must register with the Federal Election Commission, file disclosure reports, and may accept contributions from donors only up to prescribed limits. An organization cannot evade the reporting requirements and contribution limits simply by declining to self-identify as a political committee. Rather, its actions and public statements determine its status.

ALP and its donors have flagrantly violated these well established requirements. ALP qualifies as a political committee: Press reports establish, and ALP's activities further confirm, that its purpose is to help Senator Hillary Clinton in her efforts to win the Democratic nomination, and it has accepted contributions and made expenditures in excess of \$1,000 "for the purpose of influencing any election for Federal office," 2 U.S.C. § 431(8). See id. § 431(4)(A). But, in clear violation of FECA, and despite unambiguous, recent guidance from the Commission, ALP has failed to register as a political committee, file disclosure reports, and abide by contribution limits. In short, ALP and its donors have conspired to circumvent federal campaign finance laws.

When the Commission, in December of 2006, announced the conclusion of enforcement actions brought successfully against "527s" active in the 2004 Presidential election year, it declared its intention to "send a strong message that the Commission takes these kinds of cases very seriously, and that when an organization fails to file as a political committee, it carries serious legal consequences." Statement of Commission Chairman Michael Toner, FEC Press Release, FEC Collects \$630,000 In Civil Penalties From Three 527 Organizations, Dec. 13, 2006. ALP's conduct represents an aggressive, frontal challenge to the enforcement policy and program established by the agency.

¹ In addition to the individuals named above, news reports have identified Erick Mullen, Mattis Goldman, and Paul Rivera as principals of ALP. While these individuals are not identified in IRS and FEC records, further investigation should extend to them and others as established by the facts.

Therefore, the Commission should initiate with all available resources an immediate investigation of ALP and its donors, preparing the record on which it can proceed to remedy these violations by requiring full repayment of their illegal contributions, and the assessment of fines against both the organization and the individual donors who have made excessive or illegal contributions. Any fines, moreover, should be assessed at the heightened penalty levels established by law for "knowing and willful" violations.

FACTS

ALP is a "political organization" under section 527 of the Internal Revenue Code, 26 U.S.C. § 527. It was created on February 15, 2008, see Ex. 1 (ALP's IRS Form 8871 and 8872 filings), during the midst of the contested Democratic presidential primary, just three days after Hillary Clinton lost by wide margins to Barack Obama in Virginia, Washington, D.C., and Maryland.²

ALP has not registered with the Federal Election Commission as a political committee, nor has it fulfilled the reporting obligations for political committees. However, from its inception, ALP has made clear that its objective is to help Hillary Clinton win the Democratic nomination for President. According to public statements and news reports, ALP was founded with "the express purpose of helping Sen. Hillary Clinton, D-NY, beat Sen. Barack Obama, D-Illinois ".3 "Supporters of Sen. Hillary Rodham Clinton launched [the] group . . . to raise money and air television ads to boost her flagging campaign."

² John M. Broder & Dalia Sussman, Obama and McCain Sweep 3 Primaries, New York Times, Feb. 12, 2008, available at http://www.nytimes.com/2008/02/12/us/politics/12cnd-campaign.html? r=1&hp&oref=slogin.

³ Jake Tapper, New Pro-Clinton 527 to Ding Obama in Ohio, ABC News, Feb. 20, 2008, available at http://blogs.abcnews.com/politicalpunch/2008/02/new-pro-clinton.html.

⁴ See, e.g., Dan Morain, Californians Looking to Aid Clinton, Los Angeles Times, Feb. 21, 2008, available at http://www.latimes.com/news/politics/la-na-spend21feb21.1.3809213.story. It may be obvious from the backgrounds and commitments of the organizers of ALP and its major donors that they are closely tied to the Clintons and support Hillary Clinton's candidacy for president. They include Roger Salazar, who worked in the press operation of the Clinton White House; Paul Rivera, another former Clinton White House staff member who worked on Hillary Clinton's Senate Campaign in 2000; Jay Eisenhofer, who has raised at least \$100,000 for Hillary Clinton; Richard Ziman, another major fundraiser for Clinton; and William Titelman, a former Pennsylvania lobbyist and longtime Clinton fund-raiser, who stayed in the Lincoln Bedroom while Bill Clinton was president. See Ex. 1 (ALP's IRS Form 8871 and 8872 filings); Ex. 2 (ALP's FEC Form 9 Filings); see also Michael Luo, Facing Obama Fund-Raising Juggernaut, Clinton Seeks New Sources of Cash, N.Y. Times, Apr. 20, 2008, available at

To further its purpose of supporting Hillary Clinton in the Democratic primary election contest, ALP has created and distributed several television advertisements promoting Hillary Clinton and attacking Barack Obama. In one advertisement, for example, ALP lauded Clinton's health care plan, and attacked that of Obama, before urging viewers to "call Barack Obama." ALP has aired these advertisements in Texas, Ohio, and Pennsylvania in the weeks leading up to those states' primary elections.

ALP has just announced its intention to run additional advertisements in the weeks before the Indiana primary, and to spend \$700,000 on this effort. Notably, ALP has run advertisements only in connection with upcoming Democratic primaries; its advertisements mention only Barack Obama and Hillary Clinton; and ALP's own website makes clear that it is soliciting funds for the purpose of running these advertisements.

Moreover, ALP has received contributions well in excess of federal limits for contributions to political committees.⁹ For example, ALP received "\$50,000 from Jsy Bisenhofer of New York City, \$25,000 from Stephen Kennedy of Glenwood Springs, Colo., \$20,000 from Michele Dunkerley of Mercer Island, Wash." Moreover, as the *New York Times* recently noted, "the list of individual donors is telling in that eight of the nine people who gave \$5,000 or more to the

http://www.nytimes.com/2008/04/20/us/politics/20donor.html? r=1&ref=politics&coref=slogin. But the avowed purpose of the organization is clear enough by its own statements and actions. It is plainly a political committee under the standards the Commission has developed and made widely known to prevent a recurrence of illegal "527" spending activity such as was seen in 2004.

⁵ See http://www.youtube.com/watch?v=K4dSkmUCxY0.

⁶ Michael Luo, Facing Obama Fund-Raising Juggernaut, Clinton Seeks New Sources of Cash, N.Y. Times, April 20, 2008, available at http://www.nytimes.com/2008/04/20/us/politics/20donor.html?/r=1&ref=politics&oref=slogin. See also Exs. 1 & 2.

⁷ Greg Sargent, *Pro-Hillary Group Spending \$700,000 on New Indiana Ad Targeting Obama on Economy*, Talking Points Memo, April 26, 2008, *available at* http://tpmelectioncentral.talkingpointsmemo.com/2008/04/prohillary group spending 7000.php.

See http://www.leadership-project.org/preview/?page_id=10.

⁹ See Exs. 1 & 2.

¹⁰ Kenneth P. Vogel, Pro-Clinton 527 Preps for Pa. Air War, Politico, March 6, 2008, available at http://dyn.politico.com/printstory.cfm?uuid=802F1BF3-3048-5C12-003B60EB9DF915B0. See also Exs. 1 & 2.

group had already given the maximum \$2,300 donation for the primary to Mrs. Clinton's presidential campaign."11

ARGUMENT

The purpose of ALP is to influence the election for the Democratic nominee for President by supporting Hillary Clinton and attacking Barack Obama. To that end, ALP has solicited and received contributions in excess of \$1,000 in connection with a Federal election. It therefore qualifies as a political committee. Yet, in brazen violation of the law, ALP has failed to register with the Commission, file disclosure reports, and abide by contribution limits and prohibitions on sources. Instead, ALP and its donors have used the organization as a vehicle to circumvent federal campaign finance law.

I. ALP and its Donors Have Committed Numerous Violations of Federal Law

A. FBCA sets forth clear criteria for what constitutes a political committee and ALP meets these criteria.

FECA defines a political committee as "any committee, club, association, or other group of persons which receives contributions aggregating in excess of \$1,000 during a calendar year." 2 U.S.C. § 431(4)(A). "Contribution" and "expenditure" are defined as receipts and disbursements made "for the purpose of influencing any election for Federal office." Id. § 431(8),(9). Organizations that meet the regulatory standard, and whose "major purpose" is campaign activity, are considered political committees under the Act. See, e.g., Buckley v. Valeo, 424 U.S. 1, 79 (1975); FEC v. Massachusetts Citizens for Life, 479 U.S. 238, 262 (1986) ("MCFL"); see also MURs 5511 & 5525 (Swift Boat Vets and POWs for Truth).

In a series of recent cases—and under close supervision by a federal court—the Commission has made clear that section 527 organizations cannot evade political committee status simply by choosing not to register. See, e.g., MUR 5440 (Media Fund); MURs 5511 & 5525 (Swift Boat Vets and POWs for Truth); MUR 5753 (League of Conservation Voters); MUR 5754 (MoveOn.Org Voter Fund); see also Shays v. Federal Election Com'n, 511 F.Supp.2d 19 (D.D.C. 2007) (allowing agency to avoid rulemaking on section 527s only because it had provided factual and legal analysis, through adjudication, that pursuant to specified standards, section 527 organizations with the major purpose of influencing federal elections were required

¹¹ Michael Luo, Facing Obama Fund-Raising Juggernaut, Clinton Seeks New Sources of Cash, N.Y. Times, Apr. 20, 2008.

to register as political committees if raising or spending more than \$1,000 in a calendar year). Rather, section 527s that qualify as political committees, but fail to register, are subject to significant fines and penalties. See id.

Like the section 527 organizations the Commission has previously sanctioned, ALP unquestionably qualifies as a political committee. First, ALP's major purpose is to influence federal elections. ALP is a section 527 organization that files reports with the IRS. By law, a 527 organization is "a party, committee, association, fund, or other organization (whether or not incorporated) organized and operated primarily for the purpose of directly or indirectly accepting contributions or making expenditures, or both, for an exempt function." 26 U.S.C. § 527(e)(1). The "exempt function" of 527 organizations is the "function of influencing or attempting to influence the selection, nomination, election or appointment of any individual to any Federal, State, or local public office or office in a political organization," or the election or selection of presidential or vice presidential electors. Id. § 527(e)(2). As the Commission has previously noted, an organization that avails itself of 527 status has effectively declared that its primary purpose is influencing elections of one kind or another. Factual and Legal Analysis, MUR 5440 (Media Fund).

More important, ALP has shown unambiguously, through its public posture and its substantial spending in the Democratic primary races, that its major purpose is to influence the election for the Democratic candidate for President. See MCFL, 479 U.S. at 262-64; see also Federal Election Com'n v. GOPAC, Inc., 917 F. Supp. 851, 859 (D.D.C. 1996) (an organization can satisfy Buckley's "major purpose" test through sufficient spending to benefit a particular candidate or through public statements of purpose); MURs 5511 & 5525 (Swift Boat Veterans for Truth). As discussed above, ALP's clear purpose, affirmed in press reports, is to help Senator Clinton win the Democratic Presidential nomination and to defeat Senator Obama's candidacy. The organization was formed to "boost Clinton's flagging campaign." Furthermore, ALP has spent—and has made clear that intends to spend—over one million dollars promoting Senator Clinton and defeating Senator Obama. There can be no doubt that ALP's support is directed to the election of a particular candidate: Hillary Clinton. See GOPAC, Inc., 917 F. Supp. at 862; MUR 5440 (Media Fund); MURs 5511 & 5525 (Swift Boat Vets and POWs for Truth); MUR 5753 (League of Conservation Voters); MUR 5754 (MoveOn.Org Voter Fund).

Second, ALP has accepted contributions well in excess of \$1,000. The Act defines the term "contribution" as including "anything of value made by any person for the purpose of influencing any election for Federal office." 2 U.S.C. § 431(8)(A)(i). Further, "[a] gift, subscription, loan, advance or deposit of money or anything of value made by any person in response to any communication is a contribution to the person making the communication if the communication indicates that any portion of the funds received will be used to support or oppose the election of a clearly identified Federal candidate." 11 C.F.R. § 100.57 (emphasis added).

This regulation "capture[s] funds solicited for the specific purpose of supporting or opposing the election of a Federal candidate." 72 Fed. Reg. 5595, 5602 (Feb. 7, 2007); see also FEC v. Survival Education Fund, Inc., 65 F.3d 285, 295 (2d Cir. 1995) (where a statement leaves no doubt that the funds contributed would be used to advocate [a candidate's election or] defeat at the polls, not simply to criticize his policies during the election year," proceeds from that solicitation are contributions); MUR 5440 (Media Fund); MURs 5511 & 5525 (Swift Boat Vets and POWs for Truth).

ALP is soliciting funds to support the candidacy of Hillary Clinton and to oppose the election of Barack Obama; it is also accepting funds given for that purpose. ALP's organizers are closely tied to the Clintons and many of its donors have already contributed the maximum possible donation to Clinton's presidential campaign. ALP has made clear to the public and its donors that the entire purpose of the organization is to support Hillary Clinton and to oppose Barack Obama.

Indeed, ALP's website makes clear that it is soliciting contributions to air television advertisements that promote Senator Clinton and attack Senator Obama. ¹² Moreover, its own attorneys have stated that the organization is soliciting funds specifically to air advertisements in the primary contest instead of soliciting funds to use however ALP sees fit. See Ex. 3 (Memorandum from Remcho, Johansen & Purcell). As discussed above, ALP's advertisements all support Hillary Clinton and/or oppose Barack Obama. In short, the circumstances leave no doubt that ALP has communicated to its donors that the funds contributed to ALP will be used to advocate Hillary Clinton's election and Barack Obama's defeat. Accordingly, proceeds from the solicitations are contributions. See 11 C.F.R. § 100.57; Survival Education Fund. 65 F.3d at 295.

Because ALP has accepted contributions well in excess of \$1,000, and because its major purpose is to influence the outcome of the Democratic primary election, ALP is a political committee under FECA.

B. ALP Has Violated the Act by Failing to Register and File Necessary Reports with the Commission

As a political committee, ALP must register with the Commission and file a statement of organization within ten days of becoming a political committee. See 2 U.S.C. § 433. Its

¹² See http://www.leadership-project.org/preview/?page_id=10 ("[T]o keep our TV ads on the air, please click here to make a secure online contribution!"); see also http://www.leadership-project.org/preview/ (urging individuals to contribute funds that will be used to keep ALP's "Jobs" advertisement, attacking Barack Obama, "on the air").

treasurer must also file periodic reports of the committee's receipts and disbursements with the Commission. See id. § 434(a)(1). In flagrant violation of these statutory provisions, and despite the Commission's unambiguous guidance in recent years, see, e.g., MUR 5440 (Media Fund); MURs 5511 & 5525 (Swift Boat Vets and POWs for Truth); MUR 5753 (League of Conservation Voters); MUR 5754 (MoveOn.Org Voter Fund); see also Shays v. Federal Election Com'n, 511 F.Supp.2d 19 (D.D.C. 2007), ALP has failed to register with the Commission; it has failed to file a statement of organization; and its treasurer has failed to file necessary disclosure reports.

C. ALP Has Solicited and Donors have Given Excessive and Illegal Contributions

The law regarding contribution limits is unambiguous: Contributions to nonconnected political committees that are not political party committees are capped at \$5,000 per year. 2 U.S.C. § 441a(a)(1)(C). A political committee cannot knowingly accept any contribution in violation of this \$5,000 limit. *Id.* § 441a(f).

ALP has accepted contributions, and its donors have given contributions, in amounts far in excess of this limit. See Ex. 1 (ALP's IRS Form 8871 and 8872 filings); Ex. 2 (ALP's FEC Form 9 filings). For example, ALP has received \$50,000 from Jay Eisenhofer, \$25,000 from Stephen Kennedy, \$20,000 from Michele Dunkerley, and \$10,000 from William Titelman. 13 Purthermore, the vast majority of people who gave \$5,000 or more to the group have already given the maximum \$2,300 donation for the primary to Mrs. Clinton's presidential campaign. 14 Given these facts, there can be no doubt that ALP has solicited, and donors have knowingly given, illegal contributions, in a flagrant attempt to circumvent campaign finance laws.

II. FEC Precedent Demonstrates that when an Organization like ALP Fails to File as a Political Committee, Serious Penalties are Warranted.

The Commission has explained, in no uncertain terms, that "[i]f an organization receives contributions or make[s] expenditures in excess of \$1,000, and its major purpose is involvement in campaign activity, it must register with the Commission and abide by the contribution restrictions and reporting requirements of the Federal Election Campaign

¹³ Kenneth P. Vogel, Pro-Clinton 527 Preps for Pa. Air War, Politico, Mar. 6, 2008, available at http://dvn.politico.com/printstory.cfm?nuid=802F1BF3-3048-5C12-003B60EB9DF915E0. See also Exs. 1 & 2.

¹⁴ Michael Luo, Facing Obama Fund-Raising Juggernaut, Clinton Seeks New Sources of Cash, N.Y. Times, Apr. 20, 2008.

Act." FEC Press Release, FEC Collects \$630,000 In Civil Penalties From Three 527 Organizations, Dec. 13, 2006,

The FEC has also made plain that a violation of these rules is a serious offense. From 2006 to 2007, the FEC collected more than \$3,000,000 in civil penalties from 527 organizations that, like ALP, failed to register as political committees in order to circumvent the campaign finance laws. FEC Press Release, *Media Fund to Pay \$580,000 Civil Penalty*, Nov. 19, 2007. Each of these entities, like ALP, registered with the Internal Revenue Service as "Section 527" organizations — tax exempt groups whose function is to influence the selection, nomination, election, or appointment of any individual to Federal, State, or local public office or office in a political organization, or the election of Presidential electors.

In imposing these penalties, the Commission left no doubt about the legal regime under which organizations operate:

The findings and six-figure penalties we are announcing today send a strong message that the Commission takes these kinds of cases very seriously, and that when an organization fails to file as a political committee, it carries serious legal consequences," [said Commission Chairman Michael Toner]. "The bipartisan and unanimous nature of the Commission's action today leaves little doubt that this agency is willing to regulate election activity more aggressively than it has in the past" said Vice Chairman Robert Lenhard.

FEC Press Release, FEC Collects \$630,000 In Civil Penalties From Three 527 Organizations, Dec. 13, 2006.

In failing to register as a political committee and refusing to respect the limits inherent in that status, ALP has ignored not only the clear intent of Congress, but the repeated and unambiguous guidance from this Commission. Such flagrant violation of the Commission's authority and the statute's clear command should not be tolerated.

REQUESTED ACTION

ALP, its organizers, and its donors have knowingly and willfully violated the Federal Election Campaign Act. About this, there is no question. And they have engaged in this illegal activity in the face of clear legal standards and a warning by the FEC to the regulated and 527 communities that it "takes these kinds of cases very seriously."

Accordingly, we are seeking an immediate investigation and expedited actions to remedy these violations. If the Commission is unable to act expeditiously in addressing these "knowing and willful" violations, it has available and should exercise the authority to refer the matter to the Department of Justice, which shares jurisdiction over knowing and willful violations of federal campaign finance laws.

Sincerely,

Robert F. Bauer General Counsel, Obama for America

SUBSCRIBED AND SWORN to before me this 30 day of

Notary Public

My Commission Expires:
ANOTHER PUBLIC OF DEFRET OF COLUMN
MY COMMISSION EFFECT SEPT. 30, 2016

EXHIBIT 1

29044231620

Form **8872** (November 2002)

Political Organization Report of Contributions and Expenditures

OMB No. 1546-1696

Department of the Treature Service

➤ See separate instructions.

For the period beginning 02/15/2008	and entiting 03/31/2006	
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Form 8672 (11-2002)		
Itemized Contributions		Schedule A
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	\$ 1000	02/25/2006
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Napa, CA 94558	Vigurar Aggregate contributions year-to-date	\$ 2500 Date of contribution
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4602 Iris Street	Contributor's occupation	Amount of contribution
Reckville, MD 20853	Computer Specialist Aggregate contributions year-to-date	\$ 250 Date of contribution
	\$ 250	02/27/2008
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Itemized Expenditures		Schedu
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matia, TX 78701	NA	02/29/2006
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West Hollywood, CA 90089	NA .	02/22/2006
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Artington, VA 22201	NA	02/29/2006
Perpeto of expenditure TV eletims		
Recipiont's name, mailing address and ZIP code	Name of recipions's compleyer	Amount of Expenditur
Heninger Media Services	NA	\$ 4394
2601A Wilson Blvd	Recipiente's occupation	Date of expanditure
Arthugion, VA 22201	NA	03/03/2006
Perpain of expanditure TV airtims		
Recipions's name, mailing address and ZIP code	Name of redpins's employer	America of Expanditur
Heninger Medie Servieses	NA	\$ 2100
2601A Wilson Bivd	Recipiente's occupation	Date of expanditure
Arlington, VA 22201	NA	03/03/2008
Perpete of expanditure IV sirtims		
Recipioni's name, mailing address and ZIP code	Name of recipions's employer	Amount of Expenditure
Corbis Corp	NA .	\$ 3600
PO2 Brendway Sta 5	Recipienta's occupation	Date of expenditure
New York, NY 10010 - 6002	NA	03/03/2008
Purpose of expenditure Stock Photo Izages		
Recipient's name, melling address and ZIP code	Name of recipions's coupleyer	Amount of Expenditu
Revolution Media	NA	\$ 2700
2566 Overland Avenue	Recipirate's occupation	Date of expenditure
Los Angeles, CA 90064	NA	02/29/2008
Perpose of expenditure		

	America of Expanditure 5 1920
	Date of expenditure
NA	03/03/2008
	Americal of Expanditure \$ 1066
	Date of expenditure
NA	03/03/2008
News of substants and the	Amount of Expenditur
	\$ 4000
	Date of expenditure
NA.	03/03/2008
Name of recipions's compleyer	Amount of Expenditur
NA .	\$ 10251
	Date of expenditure
XA	02/22/2006
Name of recipiont's employee	Amount of Expenditur
	\$ 5000
	Date of expenditure
Consulant	02/22/2008
Name of reciplese's compleyer	Answit of Experimen
NA .	\$ 10000
	Date of expanditure
NA	03/05/2008
Name of purhalistic combiner	Amount of Enganding
Children Sententes amportus	\$ 5000
Tachitately assessment	pate of expanditure
Consultant	03/05/2000
Name of problem to combine	Amount of Expenditur
	\$ 10000
Consultant	Date of expanditure 03/19/2008
	Amount of Expanditus \$ 6140
Parishmetely accumuation	Date of aspenditure
NA	03/05/2005
	Name of recipient's compleyer NA Recipients's competion Commisse Recipients's competion NA Recipients's competion Commisse Recipients's competion Co

Recipiont's name, mailing address and ZIP code Aggregate Below Threshold 2361 Market Street, PMB 319 See Permisson, CA 94114

Purpose of expenditure Bank fees and mice production cost Name of recipient's employer NA Recipients's occupation Amount of Expenditure \$ 1128 Date of expenditure 03/31/2008

29044231626

Form 8871

Political Organization Notice of Section 527 Status

OMB No. 1545-1609

General Inform	mation		
1 Name of organization Assertion Landarship Project			Employer identification number 33 - 1203019
2 Mailing address (F,O. best or new 2261 Market Breet, Fp(3 319	mber, street, and resen or suite numb	ler)	
City or town, state, and ZIP code See Pressione, CA 94114			
3 Check applicable best:	✓ Initial notice Amended	notice Finel notice	
4e Dute established 02/15/2008	4 D	Date of Husticial change	
S E-mail address of organization no Destall			
fa Name of eastedian of records	6	Costodian's address	
Namey Warrow		l Mariet Street, PMB 319	
	\$m	Francisco, CA 94114	
7a Name of contact person	% (Contact parma's address	
Roger V. Salemer		5 12th Street, Suite A	
	Secr	remento, CA 95814	
8 Daylness address of organization 2261 Market Street, PMB 319	i (if different from maling address sh	hoven above). Namber, street, a	nd room or suite number
City or town, state, and ZIP code See Prencisee, CA 94114			
9a Election authority	95 1	Decles authority identification	number
NONE			
Notification of	of Claim of Exemption Fro	om Filing Certain For	ms (see instructions)
10a Is this organization claiming a political organization? Yes No a		Blical Organization Report of C	toget/Butlone and Expenditures, as a qualified state or local
10h H'Yen,' list the state where the	e organization film reports:		
11 Is this organization delading or or local efficient? You	tetupilan from Elling Foton 990 (or 99	4-EZ), Return of Organization i	Leavent from Encouns Tax, as a concess or associations of state
Purpose			
12 Describe the purpose of the ory	penization		

Section 527 political committee

Check I'the organization has no relate		<u> </u>
le Name of related entity	14b Relationship	14c Address
List of All Office	re. Directors, and Highly	Compensated Employees (see instructions)
ISa Name	18b Title	18a Address
leger V. Salaur	President	1005 126, Street, Suite A
		Secremento, CA 95014
	ry, I declare that the organization nam	ed in Part I is to be treated as a ten-assumpt organization described in section 527 of
internal Revenue Code, a and belof, it is true, com	and that I have examined this notice.	. Including appermanwing achecisies and sistements, and to the best of my include
Internal Revenue Code.	and that I have examined this notice.	, including accompanying echecules and statements, and to the best of my knowle hat I am the official authorised to sign this report, and I am eigning by entering my no 02/15/2008
internal Plevenue Code, (and belief, it is true, com below.	and that I have examined this notice, ect, and complete. I further declare t	, including accompanying exhecities and absorments, and to the best of my knowle hat I am the official authorised to eign this report, and I am eigning by entering my m

EXHIBIT 2

FEC FORM 9 24 HOUR NOTICE OF DISBURSEMENTS/OBLIGATIONS FOR ELECTIONEERING COMMUNICATIONS

AMERICAN LEADERSHIP PROJECT (19 Address (number and direct)		2. FBC Identification Humber			
(c) City, State and ZIP Cade BAN FRANCISCO CA 84114		C (3000	MT1		
(ti) Name of Employer or Principal Place of Stahnas (v) Co.	cupation	-			
is This Statement	704	17 fresp	200		
X Amended	04	"16 ' \ 	2008	•	
(a) Date of Public Distribution(s) "D4" 18" 2008 (b) Com	imuaic	ation Title_	ByroCH		
the Filer a Qualified Nonproft Corporation under 11 CPR 114.10(e)?		Yee [Now	
More the distrumentation the election earing communication made extern densitions to a segregated bank assount?	iolustvi	MA ASS X		No.	
Custodian of Records fol Nesso Nessy Weren					
64 Address (number and street) 2201 Martet Greet PM 8 316					
(a) City, thate and ZIP Code					
Ger Francisco (d) Home of Employer or Principal Flace of Entirees (e) Co	P41 supution	114			
	burtasi				
Total Donalions This Statement		255000.00)	-	
Total Disbersaments/Obligations This Statement		200006.00	•		
Under penalty of perjuy. I certify that this statement is true, correct and complete. In addition, if the communications reported herein were made by a corporation, I perify that the corporation is a qual ander the Commission's regulations.	n elections Iflud nump	earing work corporation)		
TYPE OR PRINT NAME OF PERSON COMPLETING FORM Name L Warren					
SIGNATURE DAT	E _04/1	B/2008		_	
NOTE: Substiculus of hitse, concesso or incorregists followed by may subject the parton algority the s					

List of Person(s) Sharing/Exarcising Control to stilling page of research

PAGE 2/4

1. Per	, Percenjaj Startog/Carcialny Cadital					
A	(h)) Name Jason Kanse		Transction IQ: Fit1.000091		
Ì	•) Address (number and street) BAD SIN SINGL				
1	(=	Chy. Blain and Zip Casin				
		Secrements	CA	RS814		
1	QC	(c) Name of Employer or Principal Place of Business		(e) Clesupation		
		Cultivrale Etrologico LLC		Considert		
-	ţe) Nume Regar Baleser		Transcition ID: F91.000002		
	ā) Address frumber and sivesti 1005 12th Simes				
}	4	City, State and Zip Code				
1		Characterists	CA.	90614		
1	(4) Name of Employer or Principal Place of Business		(c) Compation		
		Acoda Odnor LLC		Consultant		

SCHEDUL	E 9-A
Donation(s)	Received

PAGE 3/4

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Ì	Edger M Grantman			ke Z	317 ' 2008"
	Mallay Address of Donor			V4	Amount
	375 Pink Avenue		•		9000.00
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	New York	NY	10191	Transdan (D ;	F82.000001
В.	Full Name of Denar			D	ule of Receipt
	Arnor Federation of Chate County Munic	Emps AFOCME		WAT I	117 ' 2008
	Mailing Address of Donor 1826 L Bleat MV			U-1	Amatri
	1820 L MINIS NOV				200000.00
	City	State	2 p		
	Westington	DC	20035	Transation ID:	PB2.000002
G.	Full Name of Donor			•	into of Receipt
	Office & Professional Errops Infl Union C	PSIL			16 2006
1	Melling Address of Cleater			04	
ł	1800 L Street NAV				Amount
	Gy .	State	Ze		30000.00
l	Westington	DC	29036	Trunsulien ID :	F62.000003
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A. Pul Herro (Leel. Pine, Mikille inthis) of	Payee		Date of Disburgament or Obligation
Use Osteoral Consulting			04 17 200e
Maling Address of Payer			
1004 Farm Lane			Amount
Cky	Shaha	Zip Cods	290000.00
Huntington Yallay	PA	10005	Communication Date
Name of Employer		Cosupotion	04 18 ' 2008 '
1			Transcition ED: F85,050001
Purpose of Disturbaneed decising the	oje) of communication	AD.	- 33.6333
TV altime - Grany/Olfference			
Name of Federal Candidate	Office Bought:	House State: PA	Cisbursement/Obligation For: 2002
Hillary Clinton		Should Dieter	X Friency General
F\$4.600002	=-	President	Cther (specify)
Name of Federal Candidate Servet. Charan	Office Bought	House Blake PA	Clobursomort/Oblgation For: 2006
		Overto Clabiat:	X Primary General
PB4.000003		President Laborat.	Other (upwdis)
Name of Federal Candidate	Office Sought:	House State:	Disbureament/Chilgation For: Primary General
		Provident Cashist:	•
			Other (specify)
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FEC FORM 9 24 HOUR NOTICE OF DISBURSEMENTS/OBLIGATIONS FOR ELECTIONEERING COMMUNICATIONS

=							
1. Individual, Organization or Qualified Hompsoft Corporation Making the Disbursoment/Chilgations							
	(a) Name						
_	Appelean Landonthy F						
_	2001 Martini Groot PA	(a) Address (number and street)				2. PEC Identifi	cation Mamber
	(c) City, State and 21P C Sea Propins	ods		CA 84114		C (1000000000	
-	(A) Name of Brighty or	Pile	ral Place of Business	****	(a) Compalie		
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3.	is This Statement	4		4. Covering Period			· ·
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		Ц	Amended			V3 20	
5.	(a) Date of Public D	ist il	retion(s) "05" '	os ' '200a ' 🍽	Communi	eation Title_Com	Man, and Man.
e.	is the Filer a Qualif	led N	enprofit Corpora	Son under 11 CFR 114.10		700	Nox
				iering communication me	de exclusiv	rely Yee X	No.
	from donations to		regated bank acc				
8.	Custodian of Reco						
	(a) Name						
	Money L Warren (b) Address (surriver see	المسلم ا					
	2201 Market Street PMS	310	,				į
	(a) City, State and ZIP C						
	San Francisco			CA	•	6 114	
	(d) Name of Employer of	Princi	pel Place of Business		(a) Compate	n .	
	Warren & Associates L	c			Accountant		
_	Total Donations Th	عد عد	فمسمطة			1101466.00	
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	under the Communicate re	وللبشور	ne.				
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List of Person(s) Sharing/Exercising Control (see addition) pages to receive)

PAGE 2/9

, Port	perio) Shadry Control				
A	(a) Name Jason Kilmay	Transation ID : F01.60000/1			
	(4) Address (number and sheet) 989 Mit Most Bulle 2009				
ł	(c) City, Shale and Zip Chale				
	Secrements	CA	00014		
1	(4) Name of Errolayer or Admigat Place of Business	(e) Compellen			
1	Cultiusia Etrategios LLC		Consulters		
-	(a) Nerro Rager V Subser		Transition 15 : 791.000002		
	(A) Address (number and sheet) 1986 (2th Street Suite A				
ı	(a) City, State and Zip Code				
	Castements	CA	50014		
1	(4) Name of Employer or Principal Place of Business		(e) Occupation		
ł	Accepts Bullium LLC		Consultant		

	MILES NECESTED			
A	Pull Humo of Danter			Date of Resolut
1	Bloghun Konnody			02 '21 '2006
1	Maling Address of Donor			02 21 2005
1	233 Hame Place			28000.00
1	Chy		Z _p	
	Clamaced Springs	CO	81801	Transation to : F82.000001
B.	Pull Numb of Donor			Date of Receipt
	Michalo Dunkerky			
	Maling Address of Denor			02 21 2000 Amount
	PV CHK 1289			7060.00
1	Chy	Chale	24)	
}	Murear latend	WA	88640	Thursellon 10: F92.000002
C.	Pull Hams of Donor			Date of Recolut
	Jay Bloodsfyr			"02 ' 22 ' 2008 '
	Maling Address of Donor			02 22 2008 Amount
	486 Leidington Aversio 200 FL			50000.4D
	City	State	20	
	New Yeak	NY	10017	Transation ID : F02.000000
D.	Pull Name of Dead?			Calo of Repulpt
	Michale Durinaley			
	Maling Address of Denar PO Best 1220			Amount
				13000.00
1	City	Chale	Z p	_
	Mercer Island		20010	Transition ID : 702.000004
E.	Pul Nume of Donor			Date of Fleosipt
	Jene Hidde			
1	Maling Address of Const 1150 James Way			Amount
1				8000.00
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	Morts Park	<u> </u>	94025	Transciller ID: PR2.000005
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SCHEDULE 9-A Donation(a) Received

PAGE 4/9

A	. Pull Home of Denor			Date of Resign
	Peel Guldenberg			
1	Maling Address of Donor			Amount
	1468 (William Count)			15000.00
1	CNy	State	23p	
1	LaHabra Helgido	<u> </u>	90821	Transition ID: P82.00000
•	Pull Name of Cores			Date of Resulpt
	Demograte for the future			"až ' "zž ' ' žoča '
	Maling Address of Denor		-	Amount
				16000.00
	CA		Zp 94610	
1_	Bultyano	<u> </u>		Transition ID : 192.000007
G	, Fed Home of Donor			Date of Resulpt
1	William Theirmen			
ì	Melting Address of Donor 1903 Water Street NW SN			Amount
				. 10000.00
1	City Washington	Stelle CC	29 2007	Truspellen III: #92,00000
	, FLE Name of Donor			
"	Dain Researcher Inn.			Date of Resulpt
	Maling Address of Denor			"ož ' "zš ′ voje v
1	1800 K Shoot NW Suite 767			Amount
}	Cay	- Alaka	29	10000.00
1	Whethelen	DC	2006	Transcillan ID: 1702.000008
	Pul Name of Dator	-		
-	Name Hose			Date of Receipt
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ı	625 Park Avenue			Amount
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1	New York	NY	19621	Transction ID: FII2.600010
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SCHEDULE S-A Denation(s) Received PAGE 8/8

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Ī	T	Pd Heme of Denor			Date of Reselpt
l		American Federalian of State & Cott	ty Music Especa		02 2 2 2 2008
١		Malley Address of Contr			
١		1626 L Shoul NW			Amout
I		City ·	State	24)	1000000.00
1		Westington	DC	20090	Transation ID: FIQ.600011
Į	_	Pul Name of Deser			
١	■.				Date of Receipt
l		Christy Johnson			02 21 2006
1		Making Address of Contr 617 Windress Perfernsy			Amme
I		at Anten Laureh			60.00
ı		City	Chair	24	
I		Chang	QA	30000	Trumpellen ID ; FQ2.000012
ı	C.	Pull Name of Dener			Date of Resolut
ı		Kristin Bulharem			
I		Maling Address of Daner			
ı		3135 dis direct			Amount
ı		City			180.60
1		Souther .		80304	Truncellen ID: F02,000015
1		Full Name of Coner			
1	D.				Dulo of Receipt
١		Characteristics			
ı		Making Address of Dante 8006 Orga Dilvo			Arment
1					50.00
١		City	State	. Z p	
Į		Redûn	CA	98677	Transdian ID: FIZ.059814
	E	Full Name of Dates			Date of Resolut
1		Jacon Herini			
		Malling Address of Denter	-	····	"02" ' "22 ' ` 2006 `
		733 North Kings Read Ste 330			Amount
į		Chy	- Chata	Z p	10.00
		Los Asgalos	CA	80000	Transaction ED: F02.000915
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		female and some and before to price at			

SCHEDULE 9-A
Donation(s) Received

PAGE 6/9

TA	Full Human of Depart			Date of Resolut
	Arms Photostum			02 ' 22 ' 200s '
	Milling Althouse of Donor 1001 Regulates Assume			72 22 2004 Amount 100.00
Ì	City	Qualita	74	144,50
	Reno	W	80800	Transition ID: F82.000016
B.	Rul Name of Dunct			Date of Receipt
ļ	Lony Chatin			02 ' 23 ' 2006 '
	Multing Address of Donor 4340 Hondy Spor			Ament 8000
	Cty	State	20	
	Copley	CH	44321	Transation (D: F82.000017
Q.	PLE Name of Canar			Dale of Receipt
	Dehoreh Shabs			02 ' 24 ' 2008 '
	Mathy Address of Donor 109 Alasti Place 2K			Amoust 26.00
	CBY	Stoke	20	2000
	Brenk	MY	19475	Transation 10 : F82.000016
D.	PLE Numb of Dentif		-	Date of Receipt
	Merice Graham			02 ' 28 ' 2008 '
	Mailing Address of Denor 20 Bordon Lane			Amoust 16000.00
1	COV COV	Elizie	29	
	Book Hampton	NY	11937	Transition D: P92.000010
} =	FLE Name of Deacr			Date of Resulpt
}	Richard Wolsels			"02 ′ "28 ′ 200s ′
	Melbig Address of Denor PO Box 2000			Amount 2000.00
	City	State	Z p	
<u> </u>	Neps	CA	94553	Transcillen (D ; F02,000120
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SCHEDULE 9-A
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PAGE 7/9

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Maling Address of Dente			1
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Cty		20	
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			Date of Resulpt
Clive Whiteon			
Malby Address of Contr 7305 Sale Manda Mad			Armet
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C. Pull Name of Dans			Date of Resolut
Cests Shairtean			
Making Address of Denor			
4002 Life Street			Amount
City		20	
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D. Pull Name of Deapr			
Outmen Aster			Date of Receipt
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25 W 17th Apt 8			Amount
			200.00
Cay	State NY	23p 18011	
New York	NY	70017	Transcition to : F62.000634

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TOTAL This Period (fast page this inc number cally)	1101485.00

SCHEDULE 9-B Claburaement(s) Made or Obligations

PAGE 5/9

A. Pul Hamp Garl, First, Middle tribit of Pa	y66				Date of Claimment or Children
The David Group Inc	_				02 29 2008
Maling Address of Proper	lating Address of Project				02 29 2008
3001 & Congress Ave Bidg & 100					Amount
Chy		Zi Cui			enecan.og
Austra	TX	76701	_		Communication Date
Name of Birgloyer		Ouncidon			1
		•••			03 03 2008
	Sala and and an				Yourselles
Purpose of Chibacomuni (Including State)	e delamana	7-1			
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	Office Bought	Home	State;	TX	Dishurwaner#Colquiton Par: 2008
Milary Citation		Dende	Clotriots		X Pilmay Gassel
_\$64.000002		President			Other (speedly)
Harra of Federal Curdidate	Cilies Sought	Hause	State:	TX	Cloburpoment/Chigation Par. 2000
Barack Charre		Sanate	Chairleit		X Plinary General
Pas cocció	X	Propideral			Cthur (speetly)
Name of Federal Candidate	Office Bright:	Heuse	Chale:		Claburousest/Chilgation For:
		* Bunelo			PAnusy General
		President	Clubiat;		Client (speedly)
B. Pul Name (Last, First, Middle Infilm) of Pa					Dule of Disbureament or Obligation
Rights Time					•
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2710 M Glost NW FLA					Amount
CRV	State	Zio Cod			144000.00
Whatington	DC	20007	•		Communication Onto
Name of Employer		Occupation			1
The standards		-			03 '03 ' 2008 '
		2.00			Transaction ID: Peg.000002
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Name of Pederal Condition	Office Bought	Home	State:	TX	Chibersonand/Chilgation For: 2006
Hithry Cirdon		Sensie	Chairlet:		x Primary Gonstal
PR4.000008		Prodden			Citivar (appeally)
Name of Federal Candidate	Office Bought:	House	Elate:	TX.	Disbursement/Obligation Por. 2006
Bersak Chame		Senate	Clothat	•	X Primary General
F84.00007	×	President	Partie.		Other (speakly)
Name of Federal Condidate	Office Bought	House			Clobursement/Chilguillen Fer:
1	_	* Durale			Primary General
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SCHEDULE 9-6 Dishursementist Made or Oblinstions PAGE 9/S

Mary Annual Control of Assessment Control of the Co		
A. Pull Harne (Lani, Fift), Middle Infile) of Payee		Cale of Distargement or Obligation
See Change U.C		02 22 2008
Malling Address of Payers		7 02 22 2008
8000 West Knell Chiles		Amount
City	Zip Code	30941.86
West Helpmand CA	3000)	Communication Date
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Federal Election Commission ENVELOPE REPLACEMENT PAGE FOR INCOMING DOCUMENTS The FEC added this page to the and of this flling to indicate how it was received.					
Hend Delivered	Date of Receipt				
USPS First Class Mell	Postmarked				
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FEC FORM 9 24 HOUR NOTICE OF DISBURSEMENTS/OBLIGATIONS FOR ELECTIONEERING COMMUNICATIONS

insitricians, Organization or Qualified Nonprofit Corporation Meking the C	Nahuraament/Obligations
(1) Name AMERICAN LEADERSHIP PROJECT	
(to Address (number and direct)	2. FEC Identification Number
(4) City, State and ZIP Code SAN FRANCISCO CA 94114	C 030000071
(4) Norse of Employer or Principal Piece of Eustrees (v) Co	espellen
	02 '22 ' 2008 '
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Amended	os ca zods
(a) Date of Public Distribution(s) 703 ' 03 ' 2006 ' (b) Con	nmuzication Title_Court No. & Russ ()-
is the Piler a Qualified Nonprofit Corporation under 11 CPR 114,10(e)?	Yee No 🔽
Were the distursements for the electionsering communication made at from denations to a segregated bank assount?	relusively Yes X No X
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Heavy I. Warun	
Bit Address (number and street) 2201 Market Street PMS 319	
(a) Cky, State and ZP Code	
the Frenchoe CA	94114
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Werren & Associates LLC Asso	outes
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PAGE 3/14

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SCHEDULE 9-8 Disburgament(s) Made or Obligations

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SCHEDULE 9-B Diebursementis) Made or Obligations

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SCHEDULE 9-B Disburgament(s) Made or Obligations

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SCHEDULE 9-B Diebursement(s) Made or Obligations

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l		_	President	Chablet:		X Other (specify) Primary Chie & Terms
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FEC FORM 9 24 HOUR NOTICE OF DISBURSEMENTS/OBLIGATIONS FOR ELECTIONEERING COMMUNICATIONS

ndividual, Organization or Qualified Hosprofit Corporation Helding the Dis	bursement/Obligations
(1) Nime AMERICAN LEADERSHIP PROJECT	
(b) Address (number and direct)	2. FEC Identification Humber
200 MARKET STREET PAG 310	_
(a) City, State and ZIP Code EARI FRANCISCO CA 84114	C (200000071
(4) Norms of Employer or Principal Place of Business (v) Comp	ulion
New "o	
to This Statement of 4. Covering Paried	Strength
Amended "0	4 16 2008
(a) Cale of Public Clatribution(s) 704 1 6 2008 (b) Comm	usication Title_Exactification
is the Piler a Qualified Nonprofit Corporation under 11 CPR 114.10(c)?	Yes 🗌 No 😰
Were the disbursements for the electionsering communication made excitore denotions to a segregated bank account?	Selvely Yes X Ne
Custodian of Records	
fel Name Namy I. Waren	
Ex Address (sumber and street)	
2301 Market Groot PM 5 310	
(a) City, State and ZIP Code	
this Francisco (c) Cacupit Name of Engloyer or Principal Place of Englises (c) Cacupit Name of Engloyer or Principal Place of Englises	B4114
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TYPE OR PRINT NAME OF PERSON COMPLETING FORM MINTY L WHITEN	
BIGNATURE DATE _	04/17/ 2000
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List of Person(s) Sharing/Exercising Control (use stational pages as ressource)

PAGE 2/4

i. Peri	ronjej Sharing/Emreising Control			
A	Au) Name		Transison ID: F91.000001	
l	Jaren King			
l	(4) Address (number and street) 200 Din Steed Bulls 2000			
1	(c) City: Claim and Zip Coals			
1	Secretario	<u>CA</u>	<u> 14514</u>	
1	(4) Nume of Employer or Principal Place of Sudness		(4) Cosupation	
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-	(a) Nume		Transaction ID: F91.000002	
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	(c) Address frumber and shreet 1985 12th Greet Guite A			
	(c) City, State and Zip Code			
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1	(d) Name of Employer or Principal Place of Business		(v) Ostupation	
	Accode Colonie LLC		Consulant	

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'	Mailing Address of Descr			03	31 ′ ′	2008
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1	Upper Marboro	MD	20772	Transation ID :	F#3.0000#2	
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FEC FORM 9 24 HOUR NOTICE OF DISBURSEMENTS/OBLIGATIONS FOR ELECTIONEERING COMMUNICATIONS

. Individual, Organization or Qualified Nonp	rulk Corporation Making the Disb	urvenent/Chilipations
(II) Name AMERICAN LEAGURGHIP PROJECT		
(A) Address (marker and about)	t then proviously reported	2. PBC Identification Number
(a) City, Busin and ZIP Code BAN PRANCISCO	CA 90114	C c20000000
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SCHEDULE 9-B

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Overnight Delivery Service (Specify):	Shipping Date
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Received from House Records & Registration Office	Date of Receipt
Received from Senate Public Records Office	Date of Receipt
Received from Electronic Filing Office	Date of Flecelpt
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PREPARER (3/2005)	DATE PREPARED

FEC FORM 9 24 HOUR NOTICE OF DISBURSEMENTS/OBLIGATIONS FOR ELECTIONEERING COMMUNICATIONS

(II) Naren	es lifted Nonprofit Corporation Making the I	Diabu raeraent/Otil Igatione
AMERICAN LEADERSHIP PROJECTION (I) Address (rumber and atreet)	CT check if different then predently reperted	
2001 MARKET STREET PLO 310		2. FEG Montification Number
(a) City, State and ZIP Code SAN FRANCISCO	CA \$114	C catecours
(A) Norm of Employer or Principal Pla	es of Business (v) Co	expellen
le This Statement or	4. Covering Period	04 17 2008 treugh
(a) Date of Public Distribution		nmusication Title_Sections
In the Filer a Qualified Hospi	offi Corporation under 11 GFR 114.10(c)?	Yes 🗌 🚻 🔀
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2301 Market Street PMB 319		
(a) City, State and ZIP Code		
Gas Francisco	CA	91114
(c) Name of Employer or Principal Pla Warrant. Associates LLC		ecupation curtast
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nonvairigations reported tureti were a under the Commissionie regulations.	is einhament in true, correct and complete. In addition, if in rado by a corporation, I carify that the corporation is a qual	e electionsering Med nemprofit corporation
TYPE OR PRINT NAME OF PERSON	COMPLETING FORM Naticy L Western	
BIGNATURE	DAT	E 04/18/2008
NOTE: Substitutes of hist, econo	om srinosrapido inhamalina may valgest the person digring the	abbrant to the penalties of 2 V.S.G. 497g.
PENNIGRA POF		H.C-U-MINLY CE

List of Person(s) Sharing/Exercising Control (us additional pages as nucessary)

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	•	n) City. State and Zip Code			
ı		Secrete	QA .	R6514	_
	4	() Nume of Employer or Principal Place of Business		(e) Consupution	
		Cultivrate Strategies LLC		Consultant	
	. 0	n) Name		Transalton ID : F91.000002	
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	Cly	State	Zp	
	Whelington	DC	20025	Transation ID: FE2.000002
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	Office & Professional Employees Int	i Union OPEIU		* * * * * * * * * * * * * * * * * * * *
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		State	2>	
	Washington	DC	20096	Tremodium ID : F62.000003

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SCHEDULE 9-B Disbursement(s) Made or Obligations

A. Pdi Harro (Leal, Pirst, Middle Irbid) o Use Octoord Corouthy	f Payer		Date of Disburstment or Obligation		
Mating Address of Payers 1904 Farm Land			Amount		
Clay	State Zi	Cods	290000,50		
Hunilegton Yulley	PA 16	608	Communication Date		
Name of Employer	Clearly	ellen	04 18 2008		
1			Transcition 10: F85.000001		
Purpose of Districtment (Including tillings) of communications(s)					
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Name of Federal Cardidate	Office Bought: House	Mate: PA	Cisbursement/Obligation For: 2008		
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Name of Federal Cardidate Bered. Oberso	Office Bought: House		Dieburgenert/Obligation For: 2006		
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EXHIBIT 3

REMCHO, JOHANSEN & PURCELL, LLP ATTORNEYS AT LAW

201 DOLORES AVENUE SAN LEANDRO, CA 94577 PHONE: (510) 346-6200 FAX: (510) 346-6201 EMAIL:

WEBSITE: www.rjp.com

SACRAMENTO PHONE: (916) 264-1818

Joseph Ramcho (1944-2003) Robin B. Johansen Kathleen J. Purcell (Ret.) James C. Harrison Thomas A. Willis Kasen Getman Margaret R. Prinzing Kasi Krogseng

MEMORANDUM

VIA EMAIL

To:

Whom It May Concern

From:

Remcho, Johansen & Purcell

Date:

February 21, 2008

Re:

The American Leadership Project (Our File No.: 2439.1)

The American Leadership Project was established to amplify the primary election's focus on issues of importance to the middle class – the economy, jobs, education, healthcare and the mortgage crisis. It is an unincorporated association organized under the suspices of Internal Revenue Code section 527. It is not associated with, and is not coordinating with, any federal candidate or candidate's committee.

ALP will not air any advertisements that contain express advocacy on behalf of a federal candidate. It is soliciting funds to air advertisements that meet its purpose of highlighting the issues enumerated above, all of which it believes are important to middle class families and should be discussed and debated during the weeks prior to the upcoming primary elections. ALP's major purpose is to convey information and urge consideration of those important issues during a time when viewers are paying closer attention to such matters. As the U.S. Supreme Court recently stated: "Issue advocacy conveys information and educates. An issue ad's impact on an election, if it exists at all, will come only after the voters hear the information and choose—uninvited by the ad—to factor it into their voting decisions." FEC v. Wisconsin Right to Life, Inc., 127 S. Ct. 2652 (June 25, 2007).

In Wisconsin Right to Life, Chief Justice Roberts, writing for the Court, agreed that an advocacy group has a constitutional right, protected by the First Amendment, to air issue ads in the days prior to an election without being constrained by the contribution and expenditure limitations of BCRA, even if those ads mention a federal candidate. The Court said:

Whom It May Concern February 21, 2008 Page 2

Discussion of issues cannot be suppressed simply because the issues may also be pertinent in an election. Where the First Amendment is implicated, the tie goes to the speaker, not the censor.

Subsequently, on December 26, 2007 the Federal Election Commission issued new regulations implementing the Supreme Court's decision. 72 Fed. Reg. 72899. Those regulations confirm that only communications containing express advocacy or the "functional equivalent of express advocacy" are subject to BCRA's funding restrictions. In particular, electioneering communications are permissible if they (1) do not mention any election, candidacy, political party, opposing candidate, or voting by the general public; (2) do not take a position on a candidate's character, qualifications, or fitness for office; and (3) focus on a legislative, executive or judicial issue while urging the public to adopt a particular position and contact the candidate on the issue. Even if the electioneering communication could be construed as taking a position on a candidate's qualifications, the communication is permissible if it contains content that would support a determination that a communication has an interpretation other than as an appeal to vote for or against a candidate by, for example, focusing on a public policy issue and urging the public to contact the candidate about the issue. In cases of doubt, the FEC's position is that "any doubt will be resolved in favor of permitting the communication."

Of note, the FEC gave as a specific example of a *permissible communication* the following advertisement, airing in the weeks just prior to a congressional election:

It's our land, our water. America's environment must be protected. But in just 18 months, Congressman Ganske has voted 12 out of 12 times to weaken environmental protections. Congressman Ganske even voted to let corporations continue releasing cancer-causing pollutants into our air. Congressman Ganske voted for the big corporations who lobbied these bills and gave him thousands of dollars in contributions. Call Congressman Ganske. Tell him to protect America's environment. For our families. For our future.

Although ALP is not a political committee for purposes of BCRA, and will not be subject to BCRA's funding restrictions, it will have reporting requirements with the FEC as well as the IRS. As required by law, every time the ALP spends \$10,000 or more on an electioneering communication, it will file within 24 hours a report with the FEC that lists its donors of \$1,000 or more. Those reports will be publicly accessible on the FEC website.

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